



### **Midnight Madness Distilling Company Marketing Agreement**

This agreement dated Friday, June 4, 2021 is made by and between Midnight Madness Distilling Company a Pennsylvania corporation ("Seller") and Wm. F. Comly & Son, Inc., a Pennsylvania corporation ("Auction Company").

The Auction Company will promote the sale of the assets and has agreed to prepare and implement a marketing program to promote such sale under the terms and conditions set forth below.

Auction Company agrees to create a marketing program which will commence thirty (30) days prior to the scheduled auction sale. Some of the marketing will include:

**Direct Mail:** A color postcard will be created and mailed to acquired mailing lists comprising of distilleries/alcohol distributors, bar/restaurant owners, business brokers and liquor license attorneys in Philadelphia, PA and surrounding areas as well as members from various food and beverage associations.

**Newspapers:** Advertisements will be placed in regional newspapers.

**Internet:** The direct mail postcard and sale details will be placed on our website along with photographs of the assets being offered for sale. In addition, we will place advertisements of the sale on business and restaurant trade websites.

**Email Blasts:** A professionally prepared electronic sale notice will be sent to our extensive in-house mailing list of opt-in subscribers under various categories such as business brokers, attorneys and bar/restaurant owners, distilleries and alcohol distributors.



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215-634-2500 - [auctions@comly.com](mailto:auctions@comly.com)  
*comly.com*

Seller agrees to pay Auction Company the following for services rendered:

**Marketing:** \$6,500.00

**Labor & Travel:** \$2,500.00

**Commission:** Comly is aware that the Seller has received expressions of interest for the assets from 1 potential buyer ("Existing Bidder"). If another party submits an offer that is higher and better and acceptable to the Seller ("New Bidder"), the Seller agrees to pay Comly a ten percent commission (10%) of the difference between the initial bid of the Existing Bidder and the final, successful bid (irrespective of whether the final, successful bid is made by the New Bidder or an Existing Bidder).

**Accepted by Seller:**

\_\_\_\_\_  
**Midnight Madness Distilling Co.**

\_\_\_\_\_  
**Date**

**Accepted by Auction Company:**

\_\_\_\_\_  
**James W. Comly, Vice President**

\_\_\_\_\_  
**Date**